

L99000004523

Total Employment Company
Your Professional Employer Organization
July 6, 1999

The Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

00789-00524-00671
APP

W99-16207

300002927253--8
-07/09/99--01061--002
****337.50 ****337.50

Re: Filing Articles of Organization and
Affidavit for SIDE OUT PIZZA, L.C.

To Whom It May Concern:

Enclosed please find the following documents to file of record to create the noted limited liability company.

1. Articles of Organization and Affidavit
2. Designation of Registered Agent/Office.
3. A Copy for Certification.
4. A check in the amount of \$337.50 for following costs:
 - a. Filing Fee for Articles of Organization \$250.00
 - b. Designation of Registered Agent/Office 35.00
 - c. Certified copy 52.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUL 26 PM 12:26

Name	I have included a self addressed stamped envelope so that you can return a certified copy of
Availability	the Articles of Organization once they have been filed.
Document Examiner	Should you have any additional information, please do not hesitate to call.
Updater	DCC
Updater Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC
Enclosures	

Sincerely,

David A. Wilson, Esquire

DAVID ANTHONY WILSON
ATTORNEY AT LAW
5025 WEST LEMON STREET
TAMPA, FL 33609
TELEPHONE (813) 289-0216 FACSIMILE (813) 636-8330

July 21, 1999

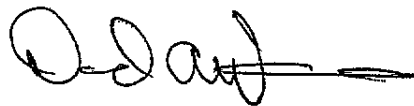
Michelle Hodges
Divisions of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Dear Ms. Hodges

Enclosed please find the document for SIDE OUT PIZZA, L.C. Which were returned to me by you because the affidavit indicated the amount of cash to be contributed by the members was not yet determined. I have enclosed a revised affidavit indicating the amount of cash contributed to be \$ 1,000.00.

Should you have any questions please feel free to contact me at (813) 289-5566. Thank you very much.

Very Truly Yours

A handwritten signature in black ink, appearing to read 'David A. Wilson', with a long horizontal flourish extending to the right.

David A. Wilson



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 14, 1999

DAVID A. WILSON, ESQ.
5025 W. LEMON ST.
TAMPA, FL 33609

SUBJECT: SIDE OUT PIZZA, L.C.
Ref. Number: W99000016207

We have received your document for SIDE OUT PIZZA, L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Affidavit must list specific amounts for contributions by the members and anticipated contributions, "to be determined" is not acceptable.,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 799A00036279

ARTICLES OF ORGANIZATION
for
SIDE OUT PIZZA, L.C.

Florida Limited Liability Company

ARTICLE I
NAME

The name of the Limited Liability Company is: SIDE OUT PIZZA, L.C.

ARTICLE II
ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 2659 Ulmerton Road, Clearwater, Florida 33762.

ARTICLE III
DURATION

The period of duration for the Limited Liability Company shall be: perpetual.

ARTICLE IV
MANAGEMENT

The Limited Liability Company is to be managed by a manager and the name(s) and
adresse of the manager is:

Philip Rands 2659 Ulmerton Road, Clearwater, Florida 33762

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ARTICLE V
ADMISSION OF ADDITIONAL MEMBERS

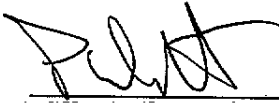
The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be upon the vote of 66% of the members .

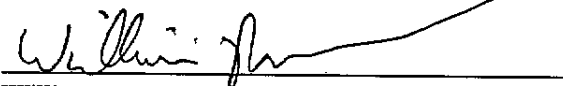
ARTICLE VI
MEMBERS RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member of the limited liability company shall be upon the vote of 66% of the surviving or remaining members.

IN WITNESS WHEREOF, the undersigned member(s) has/have executed these Articles of Organization this 6th day of July, 1999

TEAM ST. PETE, INC.


Philip Rands, President


William Raynor

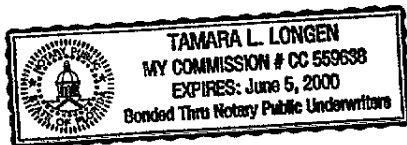

Kenneth Grey, Jr.

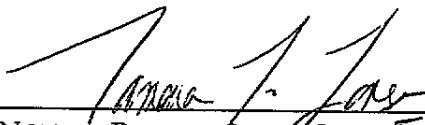
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STATE OF FLORIDA
COUNTY OF HILLSBOROUGH }

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared before me Philip Rands known to me and known by me to be the person who executed the foregoing Articles of Organization, who took an oath, and he/she/they acknowledged before me that he/she/they executed these Articles of Organization.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 6 day of July, 19 99.



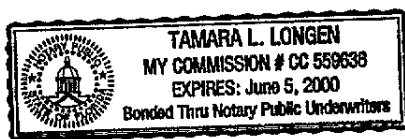


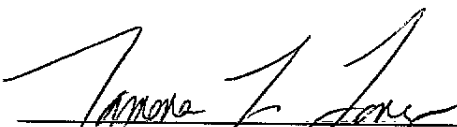
NOTARY PUBLIC - STATE OF FL
My Commission Expires:

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH }

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared before me William Raynor known to me and known by me to be the person who executed the foregoing Articles of Organization, who took an oath, and he/she/they acknowledged before me that he/she/they executed these Articles of Organization.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 6 day of July, 19 99.



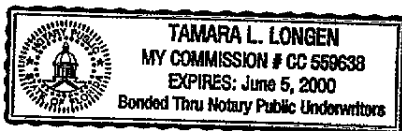


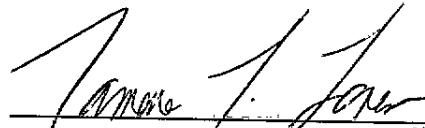
NOTARY PUBLIC - STATE OF FL
My Commission Expires:

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH }

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared before me Kenneth Grey, Jr. known to me and known by me to be the person who executed the foregoing Articles of Organization, who took an oath, and he/she/they acknowledged before me that he/she/they executed these Articles of Organization.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 6 day of July, 19 99.




NOTARY PUBLIC - STATE OF FL
My Commission Expires:

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is: SIDE OUT PIZZA, LC.
2. The name and address of the registered agent and office is: DAVID A. WILSON, ESQUIRE, 5025 West Lemon Street, Tampa, Florida, 33609.

Having been named as registered agent and to accept service of process for the above state limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agreed to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Date: 7-6-99



DAVID A. WILSON, ESQUIRE
5025 West Lemon Street
Tampa, Florida 33609
Registered Agent for SIDE OUT PIZZA, LC.

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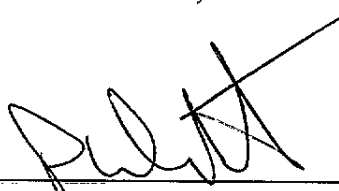
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH}

The undersigned member or authorized representative of a member of SIDE OUT PIZZA,
LC. deposes and says:

1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by the members is \$1,000.00.
3. There will be no property contributed to the company by the members.
4. The total amount of cash or property anticipated to be contributed by member(s) is
\$1,000.00.

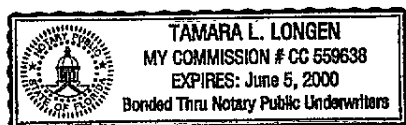
TEAM ST. PETE, INC.

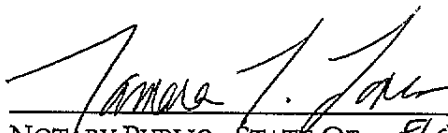

Philip Rands, President

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DIVISION OF CORPORATIONS
99 JUL 26 PM 12: 26

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH}

The foregoing instrument was acknowledged before me this 21st day of
July, 19 99, by Philip Rands, who is personally known to me and who did
take an oath.




NOTARY PUBLIC - STATE OF FLORIDA